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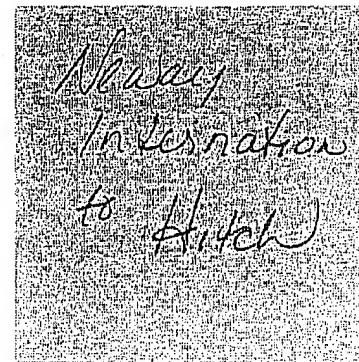
Michigan Department of Consumer and Industry Services

Filing Endorsement

This is to Certify that the MERGER DOCUMENT

for

HOLLAND HITCH COMPANY



ID NUMBER: 032903

received by facsimile transmission on December 7, 2001 is hereby endorsed

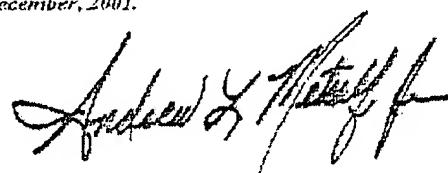
Filed on December 7, 2001 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Effective Date: January 1, 2002



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 10th day of December, 2001.


Andrew S. Metzger, Director

Bureau of Commercial Services

RCGCD-550m (04/01)

**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES**

Date Received	(FOR BUREAU USE ONLY)	
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.		
Name: CHRISTOPHER J. DUBA		
Address: P. O. BOX 352		
City	State	Zip Code
GRAND RAPIDS	MI	49501
Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.		
EFFECTIVE DATE: Expiration date for new assumed names: December 31,		
Expiration date for transferred assume names appear in Item 6		

CERTIFICATE OF MERGER
Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships

Pursuant to the provisions of Act 264, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

Holland Neway International, Inc.

233-47A

Holland Hitch Company

032-903

b. The name of the surviving (new) entity and its identification number is:

Holland Hitch Company

032-903

Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

457 Ottawa Avenue, Holland, Michigan 49423

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 1st day of January, 2002.

3. Complete for Profit Corporations Only

For each constituent stock corporation, state:			
Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
Holland Neway International, Inc.	1,000 shares common	Common	N/A
Holland Hitch Company	29,882 shares common	Common	N/A

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows: Each share of Holland Neway International, Inc. common stock issued and outstanding shall be canceled and each share of Holland Hitch Company common stock issued and outstanding shall be converted into and become one share of common stock of the surviving corporation.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

a. The Plan of Merger was approved by the majority consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator) (Type or Print) (Signature of Incorporator) (Type or Print)

(Signature of Incorporator) (Type or Print) (Signature of Incorporator) (Type or Print)

b. The plan of merger was approved by:

the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Holland Neway International, Inc.

Holland Hitch Company

By Timothy T. Hemingway (Signature of Authorized Officer or Agent)

Timothy T. Hemingway
(Type or Print Name)

Holland Neway International, Inc.
(Name of Corporation)

By Timothy T. Hemingway (Signature of Authorized Officer or Agent)

Timothy T. Hemingway
(Type or Print Name)

Holland Hitch Company
(Name of Corporation)